

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of ACROMETA GROUP LIMITED (the “Company”) will be held at ACC EduHub Oasis 2 & 3, at 51 Cuppage Road #03-03, Singapore 229469 on Friday, 23 January 2026 at 9:00 a.m. for the following purposes:–

AS ORDINARY BUSINESS

Resolution 1

1. To receive and adopt the audited financial statements for the financial year ended 30 September 2025, together with the Directors’ Statement and Independent Auditors’ Report.

Resolution 2

2. To re-elect Mr Chan Tze Choong Eric who is retiring pursuant to Regulation 108 of the Constitution and who, being eligible, offers himself for re-election as a Director of the Company.
Mr Chan Tze Choong Eric will, upon re-election as a Director of the Company, remain as Independent Director, Chairman of Remuneration Committee, a Member of Audit and Nominating Committees of the Company. Mr Chan Tze Choong Eric will be considered independent pursuant to Rule 704(7) of the Catalyst Rules. Please refer to Corporate Governance Report on pages 23 to 27 in the Annual Report for the detailed information required pursuant to Rule 720(5) of the Listing Manual (Section B: Rules of Catalyst) of the Singapore Exchange Securities Trading Limited (the “Catalist Rules”).
3. To note the retirement of Mr Cheong Keng Chuan, Alfred as a Director of the Company who is retiring pursuant to Regulation 108 of the Constitution and will not be seeking re-election.
Upon his retirement, he will cease to be the Lead Independent Director, Chairman of Audit Committee, a Member of Nominating and Remuneration Committees of the Company.

Resolution 3

4. To approve the payment of Directors’ fees of S\$105,000 for the financial year ending 30 September 2026, to be paid yearly in arrears.

Resolution 4

5. To re-appoint Messrs PKF-CAP LLP (“PKF”) as auditors (“Auditors”) of the Company to hold the office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.
6. To transact any other ordinary business that may be properly transacted at an annual general meeting.

AS SPECIAL BUSINESS

Resolution 5

7. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution, with or without modifications:–
“Authority to allot and issue shares
That pursuant to Section 161 of the Companies Act 1967 and the Listing Manual (Section B: Rules of Catalyst) of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) (the “Catalist Rules”), authority be and is hereby given to the directors of the Company (the “Directors”) to:–
(A) (i) allot and issue shares in the capital of the Company (“Shares”) whether by way of rights, bonus or otherwise; and/or
(ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (B) (notwithstanding that the authority conferred by this resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this authority was in force,

provided that:–

- (1) the aggregate number of Shares to be issued pursuant to this authority (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below) (“Issued Shares”), of which the aggregate number of Shares to be issued other than on a pro-rata basis to the existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed fifty per cent (50%) of the total number of Issued Shares;
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of Issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this authority is given, after adjusting for:–
(i) new Shares arising from the conversion or exercise of any convertible securities;
(ii) new Shares arising from the exercise of share options or vesting of share awards which are outstanding or subsisting at the time this authority is given, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalyst Rules; and
(iii) any subsequent bonus issue, consolidation or sub-division of Shares;
Adjustments in accordance with (2)(i) and (2)(ii) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.
- (3) in exercising the authority conferred by this Resolution, the Directors shall comply with the provisions of the Catalyst Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act 1967, and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.”

[see Explanatory Note (i)]

Resolution 6

8. To consider and, if thought fit, pass the following resolution as an Ordinary Resolution:–
“Authority to allot and issue Shares pursuant to the AcroMeta Performance Share Plan 2025 (“AcroMeta PSP”)
That pursuant to Section 161 of the Companies Act 1967, the directors of the Company (the “Directors”) be authorised and empowered to grant awards in accordance with the provisions of the AcroMeta PSP and to allot and issue from time to time such number of ordinary shares in the capital of the Company (“Shares”) as may be required to be issued pursuant to the vesting of the awards under the AcroMeta PSP, provided that the aggregate number of new Shares which may be issued pursuant to the vesting of awards under the AcroMeta PSP, when added to the number of new Shares issued and issuable in respect of all awards granted under the AcroMeta PSP and any other share-based incentive scheme(s) of the Company for the time being in force, shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) preceding that date of grant of award and such authority shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting or the expiration of the period within which the next annual general meeting of the Company is required by law to be held, whichever is earlier.”

[see Explanatory Note (iii)]

Resolution 7

9. To consider and, if thought fit, pass the following resolution as an Ordinary Resolution:–
“The proposed renewal of the Share Purchase Mandate
That:–
(a) for the purposes of the Companies Act 1967, the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire ordinary shares in the capital of the Company (the “Shares”) not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price(s) as may be determined by the directors of the Company (“Directors”) from time to time up to the Maximum Price (as hereafter defined), whether by way of:
(i) an on-market purchase (“Market Purchase”) effected on the SGX-ST which may be transacted through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
(ii) an off-market purchase (“Off-Market Purchase”) effected pursuant to an equal access scheme in accordance with Section 76C of the Companies Act 1967, and otherwise in accordance with all other laws and regulations, including but not limited to the provisions of the Companies Act 1967 and the Listing Manual (Section B: Rules of Catalyst) of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) (the “Catalist Rules”) as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “Share Purchase Mandate”);
- (b) unless varied or revoked by the Company in a general meeting, the authority conferred on the Directors pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution relating to the Share Purchase Mandate and expiring on:
(i) the conclusion of the next AGM or the date by which such AGM of the Company is held or required by law to be held;
(ii) the date on which the purchases and acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated; or
(iii) the date on which the authority conferred by the Share Purchase Mandate is revoked or varied by the Shareholders in a general meeting;
whichever is the earliest;
- (c) in this Resolution relating to the Share Purchase Mandate:
“Maximum Limit” means that number of Shares representing not more than ten per cent. (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the resolution passed in relation to the Share Purchase Mandate, unless the Company has, at any time during the Relevant Period, effected a reduction of its share capital in accordance with the applicable provisions of the Companies Act 1967, or the court has, at any time during the Relevant Period, made an order under Section 781 of the Companies Act 1967 confirming the reduction of share capital of the Company, in which event the total number of issued Shares shall be taken as altered;
“Relevant Period” means the period commencing from the date on which the resolution in relation to proposed renewal of the Share Purchase Mandate is passed at general meeting and expiring on earliest of the date the next AGM is held or required by law to be held, or the date on which the Share Purchase has been carried out to the full extent mandated, or the date the said mandate is revoked or varied by the Company in a general meeting;
“Maximum Price”, in relation to a Share to be purchased, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) not exceeding:
(i) in the case of a Market Purchase, one hundred and five per cent. (105%) of the Average Closing Price of Shares; and
(ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, one hundred and twenty per cent. (120%) of the Average Closing Price of the Shares;
where:
“Average Closing Price” means the average of the closing market prices of the Shares over the last five (5) Market Days on the SGX-ST, on which transactions in the Shares were recorded, immediately preceding the date of the Market Purchase or, as the case may be, the date of the making of the offer (as defined below) pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5) Market Days period and the day on which the purchases are made;
“date of making of the offer” means the date on which the Company announces its intention to make an offer for an Off-Market Purchase, stating therein the purchase price (which shall not be more than the Maximum Price for an Off-Market Purchase calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and
“Market Day” means a day on which the SGX-ST is open for securities trading;
- (d) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Purchase Mandate shall, at the discretion of the Directors of the Company; either be cancelled or held in treasury and dealt with in accordance with the Companies Act 1967; and
- (e) the Directors and/or any of them be and are/is hereby authorised to complete and do all such acts and things (including without limitation, executing such documents as may be required and to approve any amendments, alterations or modifications to any documents) as they or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution relating to the Share Purchase Mandate.

[see Explanatory Note (iii)]

Resolution 8

10. To consider and, if thought fit, pass the following resolution as an Ordinary Resolution:–
“The proposed participation by Mr Levin Lee Keng Weng, a controlling shareholder, in the AcroMeta Performance Share Plan 2025 (“AcroMeta PSP”)
That:–
(a) the participation by Mr Levin Lee Keng Weng, a controlling shareholder of the Company, in the AcroMeta PSP be and is hereby approved; and

- (b) any Director be and is hereby authorised to complete and do all such things, and to approve, modify, ratify and execute such documents, acts and things as they may consider necessary, desirable or expedient to give effect to this resolution.”
[See Explanatory Note (iv)]

Resolution 9

11. To consider and, if thought fit, pass the following resolution as an Ordinary Resolution:–
“The proposed grant of an award to Levin Lee Keng Weng, a controlling shareholder, in the AcroMeta PSP
That, subject to and contingent upon the passing of Resolution 8:
(a) the proposed grant of an award to Levin Lee Keng Weng, a controlling shareholder of the Company, pursuant to and in accordance with the provisions of the AcroMeta PSP, on the following terms, be and is hereby approved:–
Proposed date of grant of Award : Within 3 months from the date of the AGM
Aggregate number of ordinary shares (“Shares”) : Up to 8,000,000 Shares comprised in the award
- (b) any Director be and is hereby authorised to complete and to do all such acts and things, and to approve, modify, ratify and execute such documents, acts and things as they may consider necessary, desirable or expedient to give effect to this resolution.”
[See Explanatory Note (v)]

Resolution 10

12. To consider and, if thought fit, pass the following resolution as an Ordinary Resolution:–
“Proposed Adoption of the AcroMeta Employment Share Option Scheme 2026
That:–
(a) the employee share option scheme to be known as the “AcroMeta Employee Share Option Scheme 2026” (“ESOS”), particulars of which are set out in Appendix 2 to this Notice of AGM, under which options (“Options”) may be granted to selected employees and Directors of the Company and/or its subsidiaries who have attained the age of 21 years, to subscribe for ordinary shares (the “Shares”) in the capital of the Company, be and is hereby approved; and
- (b) the Board of Directors of the Company be and is hereby authorised:–
(i) to establish and administer the ESOS;
(ii) to modify and/or amend the ESOS from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the ESOS and to do all such acts and to enter into such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the ESOS;
(iii) to offer and grant Options in accordance with the provisions of the ESOS and pursuant to Section 161 of the Companies Act 1967 to allot and issue and/or deliver from time to time such number of fully paid-up Shares as may be required to be issued or delivered pursuant to the exercise of Options provided that the aggregate number of New Shares available pursuant to the ESOS, and any other share-based schemes of the Company, shall not exceed fifteen per cent. (15%) of the total issued Shares of the Company (excluding treasury shares and subsidiary holdings) from time to time; and
(iv) to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this resolution.”

[See Explanatory Note (vi)]

Resolution 11

13. To consider and, if thought fit, pass the following resolution as an Ordinary Resolution:–
“Proposed Grant of Authority to Offer and Grant Options at a Discount of Up to 20% Market Price under the Proposed ESOS
That:
subject to and contingent upon the passing of Ordinary Resolution 10 being approved, approval be and is given for:
(a) the maximum discount that may be given under the Scheme to be up to twenty per cent. (20%) of the Market Price (as defined hereinbelow) for the Shares at the time of the grant of the Option; and
(b) the Directors of the Company be and are hereby authorised to offer and grant Options in accordance with the rules of the Scheme with exercise prices set at a discount to the market price (being a price equal to the average of the last dealt prices for the Shares on the Singapore Exchange Securities Trading Limited (“SGX-ST”) over the five (5) consecutive market days on which the Shares are traded on the SGX-ST immediately preceding the date of grant of that Option, as determined by the Committee authorised and appointed to administer the Scheme by reference to the daily official list or any other publication published by the SGX-ST, rounded to the nearest whole cent in the event of fractional prices) (“Market Price”).”

[See Explanatory Note (vi)]

Explanatory Notes:

- (i) Under the Catalyst Rules, a share issue mandate approved by shareholders as an ordinary resolution will enable directors of an issuer to issue an aggregate number of new shares and convertible securities of the issuer of up to 100% of the issued share capital of the issuer (excluding treasury shares and subsidiary holdings) as at the time of passing of the resolution approving the share issue mandate, of which the aggregate number of new shares and convertibles securities issued other than on a pro-rata basis to existing shareholders must be not more than 50% of the issued share capital of the issuer (excluding treasury shares and subsidiary holdings).
Ordinary Resolution 5, if passed, will empower the Directors from the date of the above AGM until the date of the next annual general meeting, to allot and issue Shares and/or Instruments. The aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted) which the Directors may allot and issue under this Resolution, shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). For issues of Shares and convertible securities other than on a pro-rata basis to all shareholders, the aggregate number of Shares and convertible securities to be issued shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). This authority will, unless previously revoked or varied at a general meeting, expire at the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier. However, notwithstanding the cessation of this authority, the Directors are empowered to issue Shares pursuant to any convertible securities issued under this authority.
- (ii) Ordinary Resolution 6, if passed, will empower the Directors to grant awards under the AcroMeta PSP and to allot and issue Shares pursuant to the vesting of the awards under the AcroMeta PSP, provided that the aggregate number of new Shares which may be issued under the AcroMeta PSP, when added to the number of Shares issued and issuable in respect of all awards granted under the AcroMeta PSP and any other share-based incentive scheme(s) of the Company for the time being in force, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) preceding that date of grant of award.
- (iii) Ordinary Resolution 7, if passed, will renew the mandate to permit the Company to purchase or otherwise acquire its issued ordinary shares on the terms and subject to the conditions of Ordinary Resolution 7. Further details are set out in the Appendix 1 to this Notice of AGM.
- (iv) Please refer to Paragraph 4 of Appendix 1 to this Notice of AGM for more details on the proposed participation by and grant of awards to the controlling shareholder of the Company, Mr Levin Lee Keng Weng, under the AcroMeta PSP.
- (v) Ordinary Resolution 9 proposed above, if passed, will authorise the Directors of the Company to (a) allot and issue Shares pursuant to the vesting of an award of up to 8,000,000 Shares to Levin Lee Keng Weng under the AcroMeta PSP, provided that the aggregate number of the Shares to be allotted and issued, when aggregated with the number of Shares which may be allotted and issued pursuant to awards granted under the AcroMeta PSP and any other share-based incentive scheme(s) of the Company shall not exceed fifteen per cent. (15%) of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings) from time to time.
- (vi) Please refer to Appendix 2 to this Notice of AGM for more details on the proposed adoption of AcroMeta Employment Share Option Scheme 2026 and the grant of Options at a discount of up to 20%.

BY ORDER OF THE BOARD

Hon Wei Ling
Company Secretary
7 January 2026
Singapore

Notes:

- (1) The members of the Company are invited to attend physically at the AGM. There will be no option for shareholders to participate virtually.
- (2) An investor who holds shares under the Supplementary Retirement Scheme (“SRS Investor”) and wishes to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes at least seven (7) working days before the AGM.
- (3) A member who is not a Relevant Intermediary, entitled to attend and vote at the AGM is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the AGM of the Company. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy in the form of proxy. A proxy need not be a member of the Company.
- (4) A member who is a Relevant Intermediary may appoint one or more proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member.
- (5) If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
- (6) A member can appoint the Chairman of the AGM as his/her/its proxy but this is not mandatory.
If a member wishes to appoint the Chairman of the AGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the AGM as proxy. If no specific direction as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
- (7) The instrument appointing a proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the proxy form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
- (8) The instrument appointing a proxy must: (i) if sent personally or by post, be deposited at the office of Company at 6001 Beach Road, #16-03 Golden Mile Tower, Singapore 199589; or (ii) by email to shareregistry@incorp.asia and in either case, by no later than seventy-two (72) hours before the time appointed for holding the Annual General Meeting, and in default the instrument of proxy shall not be treated as valid.
- (9) A member may ask question relating to the item on the agenda of the AGM: (a) at the AGM; or (b) by submitting question via mail to the Company’s registered office at 6001 Beach Road, #16-03 Golden Mile Tower, Singapore 199589; or (c) email to shareregistry@incorp.asia in advance of the AGM by 10:00 a.m. on 14 January 2026.

When submitting the questions, please provide the Company with the following details, for verification purpose:–

- (i) Full name;
(ii) NRIC number;
(iii) Current address;
(iv) Contact number; and
(v) Number of shares held.

Please also indicate the manner in which you hold shares in the Company (e.g. via CDP, CPF or SRS).
Shareholders are encouraged to submit their questions before 10:00 a.m. on 14 January 2026, as this will allow the Company sufficient time to address and respond to these questions on or before 10:00 a.m. on 18 January 2026 (forty-eight (48) hours prior to the closing date and time for the lodgement of the proxy forms). The responses will be published on (i) the SGX’s website; and (ii) the Company’s corporate website.

*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal data privacy:

By (a) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, or (b) submitting any question prior to the AGM of the Company in accordance with this Notice, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of the appointment of the Chairman as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, (iii) addressing substantial and relevant questions from members received before the AGM and if necessary, following up with the relevant members in relation to such questions, (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities, and (v) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.